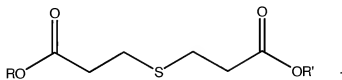


## I. Amendments to the Specification

Please replace the paragraph on page 5, lines 11-20, with the following rewritten paragraph:

The thioether employed in the practice of the present invention is preferably a ~~dialkylthiopropionate~~ dialkylthiodipropionate of the structure:



wherein R and R' are independently selected from the group consisting of straight chain and branched chain alkyl groups. Preferably, the alkyl groups comprise from 1 to 24 carbon atoms, more preferably from 8 to 18 carbon atoms. Most preferably, R and R' are the same and comprise 13 carbon atoms, i.e., ~~ditridecylthiopropionate~~ ditridecylthiodipropionate.

Please replace the paragraph on page 6, lines 8-14, with the following rewritten paragraph:

In addition to its excellent antioxidant activity, a unique feature of this blend is that through the appropriate ratio of the antioxidant of formula 2 and the thioether (~~ditridecylthiopropionate~~ ditridecylthiodipropionate) of formula 1, one can make a liquid product. Other attempts to make a liquid concentrate of the antioxidant of formula 2 of greater than 40% concentrate have been unsuccessful. However, in accordance with the present invention, the thioether in formula 1 is a perfect fluid to dissolve and keep dissolved at low temperatures (0°C) the phenolic antioxidant of formula 2.

Please replace the paragraph on page 12, line 14 to page 13, line 19, including Table 2, with the following rewritten paragraph:

Mixtures of butyl-3-(3,5-di-tert-butyl-4-hydroxyphenyl)propionate and ~~ditridecylthiopropionate~~ ditridecylthiodipropionate (Naugard® DTDTDP) were studied and compared to thiodiethylene bis (3,5-di-tert-butyl-4-hydroxyhydrocinnamate) (Durad® AX-15;

Great Lakes Chemical). The case was studied in which the mixture of butyl-3-(3,5-di-tert-butyl-4-hydroxyphenyl)propionate and ~~ditridecylthiodipropionate~~ ditridecylthiodipropionate was adjusted to provide the same number of moles of phenolic and sulfide to the oil as would be provided by 1 weight percent of thiodiethylene bis (3,5-di-tert-butyl-4-hydroxyhydrocinnamate) (UNOT #153 & 154). This mole-adjusted mixture gave performance as good as thiodiethylene bis (3,5-di-tert-butyl-4-hydroxyhydrocinnamate) at equal moles. The ~~ditridecylthiodipropionate~~ ditridecylthiodipropionate at 1 weight percent is not as effective alone as it is in combination with the hindered phenolic antioxidant. The results are shown in TABLE 2.

Table 2				
% Δ Kinetic Viscosity @ 40°C				
Time (Hours)	24.00	48.00	72.00	96.00
HDD with no antioxidant, but with 1 weight percent carbon black:				
UNOT # 121 (1)	0.62	-12.93	15.22	120.32
UNOT # 120 (2)	-0.89	-10.29	13.51	126.36
HDD with 1 weight percent Durad AX-15 and 1 weight percent carbon black:				
UNOT # 155 (2)	3.95	7.36	8.38	34.14
UNOT # 156 (1)	2.76	6.51	6.77	30.45
HDD with 1 weight percent DTDTP and 1 weight percent carbon black:				
UNOT # 159 (2)	1.56	-9.50	-0.18	48.44
UNOT # 160 (1)	0.11	-12.11	7.88	109.01
HDD with 1.84 weight percent C <sub>4</sub> -HP:DTDTP* blend and 1 weight percent carbon black:				
UNOT # 161 (2)	1.93	3.49	1.72	33.61
UNOT # 162 (1)	4.62	6.14	4.93	35.54

\*C<sub>4</sub>-HP is butyl-3-(3,5-di-tert-butyl-4-hydroxyphenyl)propionate and DTDTP is ~~ditridecylthiodipropionate~~ ditridecylthiodipropionate.